

ATMOS ENERGY CORP  
Form 4  
May 03, 2016

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
GREGORY LOUIS P

(Last) (First) (Middle)

5430 LBJ FREEWAY, 1800 III  
LINCOLN CENTRE

(Street)

DALLAS, TX 75240

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
ATMOS ENERGY CORP [ATO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
04/30/2016

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr VP, GC & Corp. Secretary

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
|                                 |                                      |  | Code                           | V Amount (A) or (D) Price   |   |  |   |
| Common Stock                    | 12/01/2015                           |  | G                              | V 100 D \$ 0  | 80,533  | D  |   |
| Common Stock                    | 12/03/2015                           |  | G                              | V 50 D \$ 0   | 80,483  | D  |   |
| Common Stock                    | 02/08/2016                           |  | G                              | V 600 D \$ 0  | 79,883  | D  |   |
| Common Stock                    | 04/30/2016                           |  | M                              | 4,800 A \$ 71.95  | 84,683  | D  |   |
| Common Stock                    | 04/30/2016                           |  | F                              | 1,200 (1) D \$ 71.95  | 83,483  | D  |   |

|                 |                           |   |  |
|-----------------|---------------------------|---|--|
| Common<br>Stock | 12,956.7206<br><u>(2)</u> | I | By<br>Retirement<br>Savings<br>Plan and<br>Trust |
|-----------------|---------------------------|---|--|

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and Amount of<br>Underlying Securities<br>(Instr. 3 and 4) | 8. Pr<br>Deriv<br>Secur<br>(Instr |  |
|---|---|---|---|---|---|--|---|-----------------------------------|--|
|   |   |   |   |   |   | Date<br>Exercisable  | Expiration<br>Date  | Title                             | Amount<br>or<br>Number<br>of<br>Shares |
|   |   |   |   |   |   | Code   | V   | (A)                               | (D)                                    |
| Restricted<br>Stock Unit                            | <u>(3)</u>  | 04/30/2016                              |   | M                                       | 4,800   | <u>(4)</u>   | <u>(4)</u>  | Common<br>Stock                   | 4,800                                  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                             |       |
|--|---------------|-----------|-----------------------------|-------|
|  | Director      | 10% Owner | Officer                     | Other |
| GREGORY LOUIS P<br>5430 LBJ FREEWAY<br>1800 III LINCOLN CENTRE<br>DALLAS, TX 75240 |               |           | Sr VP, GC & Corp. Secretary |       |

## Signatures

/s/Suzanne Johnson  
by POA

05/03/2016

\*\*Signature of Reporting  
Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

- (1) Shares withheld pursuant to a tax withholding obligation under the 1998 Long-Term Incentive Plan of the Company.
- (2) To update end of period holdings as of March 31, 2016 under the Atmos Energy Corporation Retirement Savings Plan and Trust.
- (3) Each restricted stock unit represents a contingent right to receive one share of the Company's common stock.
- (4) The restricted stock units vested and were delivered to the reporting person three years from date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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